Amendments to the Specification

Please delete the paragraph at page 2, lines 13-28 and substitute therefor:

--The present invention is directed to a triceps extension machine that can enable a user to be seated more easily. The exercise machine includes: a frame configured to rest on an underlying surface; a seat mounted to the frame and configured to receive a seated user; a pair of support pads mounted to the frame ~~forwardly of and~~ above the seat, each of the support pads being positioned to engage one of the upper arms and the elbows of the seated user; a pair of movement arm units pivotally interconnected with the frame and movable about respective generally horizontal axes of rotation; and a resistance system connected with the movement arm units. Each of the pair of movement arm units is configured to engage the forearms and/or the hands of the user and is movable between a retracted position, in which the seated user's arms are bent, and an extended position, in which the user's arms are extended, the axes of rotation forming an angle of between about 115 and 155 degrees. The resistance system provides resistance to rotation of the movement arm units as they move from the retracted position to the extended position. In this configuration, the triceps extension machine may provide easier access to a user than prior triceps extension machines. --

Please delete the paragraph at page 2, line 29 to page 3, line 14 and substitute therefor:

-- The present invention is also directed to a triceps extension exercise machine that can stabilize the elbows of the user during exercise. This aspect of the invention comprises: a frame configured to rest on an underlying surface; a seat mounted to the frame and configured to receive a seated user; a pair of support pads mounted to the frame ~~forwardly of and~~ above the seat, each of the support pads being positioned to engage one of the upper arms and the elbows of the seated user; a pair of movement arm units pivotally interconnected with the frame and movable about respective generally horizontal axes of rotation, each of the pair of movement arm units being configured to engage the forearms and/or the hands of the user,

each of the pair of movement arm units being movable between a retracted position, in which the seated user's arms are bent, and an extended position, in which the user's arms are extended; and a resistance system connected with the movement arm units that provides resistance to rotation of the movement arm units as they move from the retracted position to the extended position. The elevations of the seat and the support pads are selected such that, when the user is seated and the user's upper arms or elbows engage the support pads, the user's upper arms are angled upwardly from shoulder to elbow at an angle of at least 10 degrees. In this configuration, the user's elbows tend to remain engaged with the support pads, thereby improving the effectiveness of the exercise. --

Please delete the paragraph at page 3, lines 14-28 and insert therefor:

-- As an additional aspect, the present invention is directed to a frame for an exercise machine that can provide easy access to the exerciser. Such a frame comprises: pairs of front and rear uprights rising from respective legs, each set of respective front and rear uprights and legs defining a generally vertical plane, the generally vertical planes defining an angle of between about 20 and 70 degrees; a seat mounted to the frame and configured to receive a seated user; and a pair of pads mounted to the frame ~~forwardly of~~ above the seat, each of the pads being positioned to engage the upper arms of the seated user. The frame is adapted to receive a pair of movement arm units pivotally interconnected with the framc and movable about respective generally horizontal axes of rotation, each of the pair of movement arm units being configured to engage a portion of the arms or hands of the user, each of the pair of movement arm units being movable between a retracted position, in which the seated user's arms are bent, and an extended position, in which the user's arms are extended. A frame of this configuration may be used for either a triceps extension machine or a biceps curl machine. --

Please delete the paragraph at page 5, lines 12-17 and insert therefor:

-- Those skilled in this art will appreciate that the frame **11** may take alternative forms. For example, additional uprights may be employed, or certain components may be

formed from multiple pieces. Further, those skilled in this art will recognize that the frame **11** may be suitable for use as part of a biceps curl machine, such as that described in co-assigned and co-pending U.S. Patent Application Serial No. _____ 09/998,039, entitled "Biceps Curl Machine" filed ~~concurrently (Attorney Docket No. 9289-3)~~ November 30, 2001.--

Please delete the paragraph at page 6, lines 5-18 and insert therefor:

-- The seat assembly **13** includes a support member ~~33~~ **30** that is mounted to the seat mounting platform **19** and extends upwardly and rearwardly therefrom. Preferably, the support member **30** reclines at an angle β (**Figure 7**)with the underlying surface that is between about 60 and 80 degrees, and more preferably between about 70 and 80 degrees, with 75 degrees being most preferred. A track **31** with a serrated front surface **32** is mounted to the front surface of the support member **30**. A seat bracket **33** is mounted to the track **31** such that the rear edge thereof mates with one of the serrations in the track front surface **32**. A seat **34** is mounted on the upper surface of the seat bracket **33**. The interaction between the seat bracket **33** and the serrations in the track front surface **32** enable the seat **34** to be adjusted vertically to a number of discrete positions along the track **31**. A backrest **35** is mounted to a backrest support **36**, which is in turn mounted to the support member **30** above the seat **34**; the reclining angle of the backrest support **36**, and in turn the backrest **35**, can be adjusted as desired.--

Please delete the paragraph at page 7, line 19 to page 8, line 3 and insert therefor:

-- The movement arm units **40** are interconnected with the weight stack **12** via two pulley systems **50, 60** (**Figure 5**). The pulley system **50** includes a belt **51** that is attached to the forward portion of the perimeter of one cam **41**. The belt **51** follows the contour of the upper camming surface **41b** of the cam **41** as the belt **51** travels rearwardly, then extends downwardly to a pulley **52** mounted to an upper portion of one rear upright **15a**, extends downwardly to a pulley **53** mounted to one end of a floating pulley bracket **54** (seen best in **Figure 3**), extends horizontally to a pulley **55** mounted to the other end of the floating pulley

bracket **54**, extends upwardly to a pulley **57** mounted on the opposite rear upright **15b**, and terminates by following the contour of the upper camming surface **41b** of the other cam **41** and attaching to the forward perimeter portion thereof. The pulley system **60** includes a belt **61** that is attached to the lifting member **22** and extends upwardly over a pulley **62** attached to a forward portion of a pulley mounting bracket **63** attached to the upper portion of the frame **11**, rearwardly to a pulley **64** attached to the rear portion of the pulley mounting bracket **63**, downwardly to a pulley **65** attached to a bracket **69** attached to the lower end of the rear upright **15b**, horizontally to a pulley **66** mounted via a pin **67** to the cross member ~~**14b**~~ **14c**, and upwardly to fixedly mount to a pin **68** mounted to the lower central portion of the floating pulley mounting bracket **54**.--

Please delete the paragraph at page 8, line 26 to page 9, line 3 and insert therefor:

-- Exercise is performed by the user straightening his arms at the elbows and pressing on the bearing surfaces **47**, thereby driving the grip portions **44** of the handles **49** away from his shoulders to an extended position (see **Figure 2** in phantom line). Doing so causes the cams **41** to pivot relative to the rear uprights **15a, 15b** and take up some of the belt **51** on their camming surfaces **41b** (when viewed from the right side of the user, both cams **41** pivot clockwise). As the cams **41** take up the belt **51**, the shortening of the belt **51** causes the floating pulley bracket **54** to rise, which in turn draws the end of the belt **61** attached to the pin ~~**67**~~ **68** of the floating pulley bracket **54** upwardly. As the end of the belt **61** rises, it draws the selected weights **20** in the weight stack **12** upwardly, thereby providing resistance to the user. Once the user has straightened his arms, he bends them at the elbow to return the movement arm units **40**, the weights **20**, and the pulley systems **50, 60** to their original positions.--